

Fill in this information to identify the case:

United States Bankruptcy Court for the:

Northern District of Texas
(State)

Case number (if known): Chapter 11

☐ Check if this is an amended filing**Official Form 201****Voluntary Petition for Non-Individuals Filing for Bankruptcy****04/20**

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Tuesday Morning Corporation**2. All other names debtor used in the last 8 years**Include any assumed names, trade names, and *doing business* as names**3. Debtor's federal Employer Identification Number (EIN)** 75-2398532**4. Debtor's address****Principal place of business**

6250 LBJ Freeway

Number Street

Dallas TX 75240

City State ZIP Code

Dallas

County

Mailing address, if different from principal place of business

Number Street

P.O. Box

City State ZIP Code

Location of principal assets, if different from principal place of business

Number Street

City State ZIP Code

5. Debtor's website (URL) www.tuesdaysmorning.com

Debtor Tuesday Morning Corporation Case number (if known) _____
 Name

6. Type of debtor

- ☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
☐ Partnership (excluding LLP)
☐ Other. Specify: _____

7. Describe debtor's business*A. Check one:*

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
☐ Railroad (as defined in 11 U.S.C. § 101(44))
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
☒ None of the above

B. Check all that apply:

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

*C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.*4422 _____**8. Under which chapter of the Bankruptcy Code is the debtor filing?**

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

Check one:

- ☐ Chapter 7
☐ Chapter 9
☒ Chapter 11. *Check all that apply:*

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11**. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☒ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

Debtor Tuesday Morning Corporation Case number (if known) _____
Name

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

☒ No

☐ Yes. District _____ When _____ Case number _____
MM / DD / YYYY

If more than 2 cases, attach a separate list.

District _____ When _____ Case number _____
MM / DD / YYYY

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

☐ No

☒ Yes. Debtor See Rider 1 Relationship _____

District _____ When _____
MM / DD / YYYY

List all cases. If more than 1, attach a separate list.

Case number, if known _____

11. Why is the case filed in *this* district?

Check all that apply:

☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.

☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☒ No

☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? *(Check all that apply.)*

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? _____

☐ It needs to be physically secured or protected from the weather.

☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

☐ Other _____

Where is the property?

Number _____ Street _____

City _____ State ZIP Code _____

Is the property insured?

☐ No

☐ Yes. Insurance agency _____

Contact name _____

Phone _____

Statistical and administrative information

Debtor Tuesday Morning Corporation
Name

Case number (if known) _____

13. Debtor's estimation of available funds

Check one:

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors

- | | | |
|----------------------------------|---|--|
| <input type="checkbox"/> 1-49 | <input checked="" type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input type="checkbox"/> 50-99 | <input type="checkbox"/> 5,001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 | | |

15. Estimated assets

- | | | |
|--|--|--|
| <input type="checkbox"/> \$0-\$50,000 | <input type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input type="checkbox"/> \$100,001-\$500,000 | <input checked="" type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

16. Estimated liabilities

- | | | |
|--|--|--|
| <input type="checkbox"/> \$0-\$50,000 | <input type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input type="checkbox"/> \$100,001-\$500,000 | <input checked="" type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.


I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/27/20
MM / DD / YYYY

x


Signature of authorized representative of debtor

Steven R. Becker
Printed name

Title Chief Executive Officer

Debtor Tuesday Morning Corporation
Name

Case number (if known) _____

18. Signature of attorney

X Ian T. Peck

Signature of attorney for debtor

Date 05/27/2020
MM / DD / YYYY

Ian T. Peck

Printed name

Haynes and Boone, LLP

Firm name

2323 Victory Avenue, Suite 700

Number Street

Dallas

City

214.651.5000

Contact phone

TX 75219

State ZIP Code

ian.peck@haynesboone.com

Email address

24013306

Bar number

TX

State

RIDER 1

Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor

On the date hereof, each of the entities listed below (collectively, the “Debtors”) filed a petition in the United States Bankruptcy Court for the Northern District of Texas, Dallas Division for relief under chapter 11 of title 11 of the United States Code. The Debtors have moved for joint administration of these cases under the case number assigned to the chapter 11 case of Tuesday Morning Corporation:

Tuesday Morning Corporation

TMI Holdings, Inc.

Tuesday Morning, Inc.

Friday Morning, LLC

Days of the Week, Inc.

Nights of the Week, Inc.

Tuesday Morning Partners, Ltd.

Official Form 201A (12/15)

[If debtor is required to file periodic reports (e.g. forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11 of the Bankruptcy Code, this Exhibit "A" shall be completed and attached to the petition.]

**United States Bankruptcy Court
Northern District of Texas**

In re **Tuesday Morning Corporation**

Debtor(s)

Case No.

Chapter **11**

**Attachment to Voluntary Petition for Non-Individuals Filing for
Bankruptcy under Chapter 11**

1. If any of the debtor's securities are registered under Section 12 of the Securities Exchange Act of 1934, the SEC file number is **0-19658**.

2. The following financial data is the latest available information and refers to the debtor's condition on **April 30, 2020**.

a. Total assets \$ **92,000,000.00**

b. Total debts (including debts listed in 2.c., below) \$ **88,350,000.00**

c. Debt securities held by more than 500 holders:

Approximate
number of
holders:

secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$	<u>0.00</u>	<u>0</u>
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$	<u>0.00</u>	<u>0</u>
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$	<u>0.00</u>	<u>0</u>
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$	<u>0.00</u>	<u>0</u>
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$	<u>0.00</u>	<u>0</u>

d. Number of shares of preferred stock **0** **0**

e. Number of shares common stock **48,010,534** **275**

Comments, if any:

3. Brief description of Debtor's business:

Leading closeout retailer of upscale home furnishings, housewares, gifts and related items in the United States.

4. List the name of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor:

T. Rowe Price Associates, Inc. (7,580,608 shares as of 2/14/20)

Delta Value Group Investment Partners, LP (3,848,385 shares as of 2/13/20)

The Vanguard Group (2,454,502 shares as of 2/11/20)

**UNANIMOUS CONSENT OF THE
BOARD OF DIRECTORS OF
TUESDAY MORNING CORPORATION**

The undersigned being all of the members of the board of directors (the “Board”) of Tuesday Morning Corporation, a Delaware corporation (the “Company”), hereby agree that a meeting on May 25, 2020 was held, and the Board consented to, adopted and approved the following resolutions and each and every action effected thereby (the “Board Consent”):

Recitals

WHEREAS, the Company is undergoing unprecedented financial distress and operational challenges relating to the COVID-19 pandemic, including, without limitation, the closing of all the Company’s stores and distribution facilities;

WHEREAS, the Board has received, reviewed and considered materials presented by management and the legal and financial advisors of the Company regarding the Company’s financial and operating difficulties and the impact of the foregoing on the Company’s businesses;

WHEREAS, the Board has received, reviewed and considered advice from management and the legal and financial advisors of the Company regarding possible strategic alternatives to address the Company’s financial and operating difficulties, including pursuant to in-court bankruptcy proceedings, and the impact of the foregoing on the Company’s businesses and its stakeholders; and

WHEREAS, in light of the foregoing, the Board has determined that it is desirable and in the best interest of the Company to cause to be filed a petition by the Company seeking relief under the provisions of Chapter 11 of Title 11 of the United States Code (the “Bankruptcy Code”) on or after May 25, 2020.

NOW, THEREFORE, BE IT

Filing and Prosecution of Bankruptcy Case

RESOLVED, that it is desirable and in the best interest of the Company to authorize Steven Becker (“Authorized Officer”), to cause to be filed a petition in the name of the Company (the “Chapter 11 Petition”) seeking relief under the provisions of Chapter 11 of the Bankruptcy Code; and it is further

RESOLVED, that the Board shall authorize and direct Authorized Officer, acting on behalf of the Company, to execute and verify the Chapter 11 Petition and to cause the same to be filed in the United States Bankruptcy Court for the Northern District of Texas, Dallas Division (the “Bankruptcy Court”), in such form and at such time as he shall determine; and it is further

RESOLVED, that Authorized Officer, acting on behalf of the Company, hereby is authorized to execute and file (or direct others to do so on behalf of the Company as provided herein) all necessary documents, including, without limitation, all petitions, affidavits, schedules, motions, lists, applications, pleadings and other papers, and in connection therewith, to employ

and retain all assistance by legal counsel, accountants or other professionals and to take any and all action deemed necessary and proper in connection with the Chapter 11 case; and it is further

Employment of Professionals

RESOLVED, that the law firm of Haynes and Boone, LLP (“Haynes and Boone”) be, and hereby is, employed under general retainer as bankruptcy counsel for the Company in the Chapter 11 case, and Authorized Officer, acting on behalf of the Company, is hereby authorized and directed to execute appropriate retention agreements, direct payment of appropriate retainers in substantially the amounts previously discussed by the Board prior to and immediately upon the filing of the Chapter 11 case, and cause to be filed an appropriate application for authority to retain the services of Haynes and Boone; and it is further

RESOLVED, that the consulting firm of AlixPartners LLP (“AlixPartners”) be, and hereby is, employed to provide certain services as financial advisor and other support services for the Company in the Chapter 11 case, and Authorized Officer, acting on behalf of the Company, is hereby authorized and directed to execute appropriate retention agreements, direct payment of appropriate retainers in substantially the amounts previously discussed by the Board prior to and immediately upon the filing of the Chapter 11 case, and cause to be filed an appropriate application for authority to retain the services of AlixPartners; and it is further

RESOLVED, that the investment banking firm of Stifel, Nicolaus & Co., Inc. and Stifel, Nicolaus-Miller Buckfire & Co., LLC (“Miller Buckfire”) be, and hereby is, employed as investment banker for the Company in the Chapter 11 case, and Authorized Officer, acting on behalf of the Company, is hereby authorized and directed to execute any appropriate retention agreement, direct payment of appropriate retainers in substantially the amount previously discussed by the Board prior to and immediately upon the filing of the Chapter 11 case, and cause to be filed an appropriate application for authority to retain the services of Miller Buckfire; and it is further

RESOLVED, that the consulting firm of Epiq Corporate Restructuring, LLC (“Epiq”) be, and hereby is, employed as claims and noticing agent and to provide other related services for the Company in the Chapter 11 case, and Authorized Officer, acting on behalf of the Company, is hereby authorized and directed to execute appropriate retention agreements, direct payment of appropriate retainers in substantially the amount previously discussed by the Board prior to and immediately upon the filing of the Chapter 11 case, and cause to be filed an appropriate application for authority to retain the services of Epiq; and it is further

RESOLVED, that the consulting firm of A&G Realty Partners, LLC (“A&G”) be, and hereby is, employed as real estate consultant and advisor for the Company in the Chapter 11 case, and Authorized Officer, acting on behalf of the Company, is hereby authorized and directed to execute any appropriate retention agreement, direct payment of appropriate retainers in substantially the amount previously discussed by the Board prior to and immediately upon the filing of the Chapter 11 case, and cause to be filed an appropriate application for authority to retain the services of A&G; and it is further

RESOLVED, that the consulting firm of Great American Group, LLC (“Great American”) be, and hereby is, employed as liquidation consultant and advisor for the Company in the Chapter 11 case and Authorized Officer, acting on behalf of the Company, has executed an appropriate consultant agreement and may direct payment in substantially the amount previously contemplated in the Great American agreement discussed by the Board prior to the filing of the Chapter 11 Case, and cause to be filed an appropriate motion for authority to assume the Great American agreement to continue utilizing the services of Great American; and it is further

RESOLVED, that Authorized Officer, acting on behalf of the Company, is hereby authorized and directed to employ any other firm as professionals or consultants to the Company as are deemed necessary to represent and assist the Company in carrying out its duties under the Bankruptcy Code and, in connection therewith, Authorized Officer, acting behalf of the Company, is hereby authorized and directed to execute appropriate retention agreements, direct payment of appropriate retainers prior to and after the filing of the Chapter 11 case and cause to be filed appropriate applications for authority to retain the services of such firm; and it is further

Authorization to Pursue DIP Financing

RESOLVED, that Authorized Officer, acting on behalf of the Company, is hereby granted full authority to continue ongoing discussions to obtain debtor in possession financing on terms that are reasonable under the circumstances, as determined in consultation with the Company’s professionals and advisors, and, subject to Bankruptcy Court approval, to enter into a debtor in possession credit agreement and such other ancillary agreements, documents, and instruments relating thereto; and it is further

Authorization to Pursue Store Closing Strategy

RESOLVED, that, in conjunction with the analysis of store performance, the Authorized Officer, acting on behalf of the Company and with the assistance of the Company’s management team, in the exercise of sound business judgment and in consultation with the Company’s advisors, may determine that it is appropriate to close and wind down a significant number of store locations to increase liquidity, maximize cost savings, and strengthen the Company’s overall financial position; and it is further

General Authorizing Resolutions

RESOLVED that Authorized Officer, acting on behalf of the Company, is hereby granted full authority to act in the name of and on behalf of the Company, under the Company’s seal or otherwise, to make, enter into, execute, deliver and file any and all other or further agreements, documents, certificates, materials and instruments, to disburse funds of the Company, to take or cause to be taken any and all other actions, and to incur all such fees and expenses deemed to be necessary, appropriate, or advisable to carry out the purposes of the foregoing resolutions and the transactions contemplated thereunder and/or to successfully complete the Chapter 11 case, the taking of any such action to constitute conclusive evidence of the exercise of such discretionary authority; and it is further

RESOLVED, that all acts lawfully done or actions lawfully taken by the Officers, Directors and/or Board to seek relief under Chapter 11 of the Bankruptcy Code or in connection with the

Chapter 11 case, or any matter related thereto, be, and hereby are, adopted, ratified, confirmed and approved in all respects as the acts and deeds of the Company; and it is further

RESOLVED, that Authorized Officer, acting on behalf of the Company, is authorized, empowered and directed to certify and attest any documents or materials deemed necessary, desirable, or appropriate to consummate the transactions contemplated by the foregoing resolutions, without the necessity of further approvals or consents by the Shareholders or the affixing of any seal of the Company; and it is further

RESOLVED, that all actions heretofore taken by the Company, the Officers, the individual Directors, the Board, and other authorized representative of the Company with respect to the foregoing transactions and all other matters contemplated by the foregoing resolutions that require approval by the Board are hereby in all respects, approved, adopted, ratified, and confirmed.

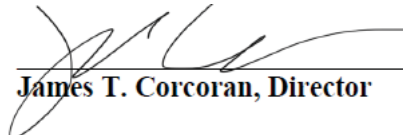
This Board Consent may be executed in one or more counterparts, each of which shall be deemed an original and all of which, together, shall constitute one consent. All of the foregoing resolutions shall be deemed adopted simultaneously.



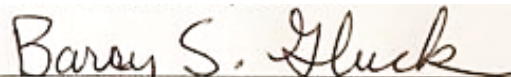
Steven R. Becker, CEO



Terry Burman, Chairman



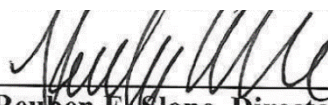
James T. Corcoran, Director



Barry S. Gluck, Director



Frank M. Hamlin, Director



Reuben E. Slone, Director


Sherry M. Smith, Director


Richard S. Willis, Director

**Being all of the directors of:
Tuesday Morning Corporation**

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re:	§	Chapter 11
	§	
Tuesday Morning Corporation, <i>et al.</i> , ¹	§	Case No. 20-[●]
	§	
Debtors.	§	Joint Administration Requested

**CONSOLIDATED LIST OF CREDITORS
HOLDING 40 LARGEST UNSECURED CLAIMS**

Name of creditor and complete mailing address including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or dept. of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff	Amount of claim (if secured also state value of security)
See attached list				

¹ The Debtors in these Chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include: Tuesday Morning Corporation (8532) ("TM Corp."); TMI Holdings, Inc. (6658) ("TMI Holdings"); Tuesday Morning, Inc. (2994) ("TMI"); Friday Morning, LLC (3440) ("FM LLC"); Days of the Week, Inc. (4231) ("DOTW"); Nights of the Week, Inc. (7141) ("NOTW"); and Tuesday Morning Partners, Ltd. (4232) ("TMP"). The location of the Debtors' service address is 6250 LBJ Freeway, Dallas, TX 75240.

Rank	Name of Creditor	Complete mailing address, and employee, agents, or department familiar with claim	Name, telephone number, and email address of creditor contact	Nature of claim (trade debt, bank loan, government contracts, etc.)	Indicate if claim is contingent, unliquidated, disputed, or subject to set off	Amount of claim (if secured, also state value of security) ⁽¹⁾
1	Revman International Inc	2901 N Blackstock Rd Spartanburg, SC 29301	Brian Racioppi Ph: 212-894-3173 bracioppi@revman.com	Trade Vendor		\$1,392,433
2	Three Hands Corp	13259 Ralston Ave Sylmar, CA 91342	Paul Rush Ph: 818-833-1200 ext 123 PaulR@threehands.com	Trade Vendor		\$889,903
3	American Crafts	P.O. Box 714884 Cincinnati, OH 45271-4884	Leandra Call Ph: 801-226-0747 accounts.receivable@americancrafts.com	Trade Vendor		\$823,657
4	Trade Lines Inc	660 Montrose Ave South Plainfield, NJ 07080	Jasmin Patel Ph: 908-754-3232 ext 121 accounts@tli.com	Trade Vendor		\$819,109
5	L R Resources Inc	P O Box 6131 Dalton, GA 30722	Foram Patel Ph: 706-259-0155 ext 123 foram@lrresources.com	Trade Vendor		\$810,943
6	Home Dynamix	100 Porete Ave North Arlington, NJ 07031	Monica Rivers Ph: 201-955-6000 ext 262 mrivers@tncliving.com	Trade Vendor		\$780,062
7	Nourison Industries Inc	5 Sampson Street Saddle Brook, NJ 07663	Kayla Mansmann Ph: 201-368-6900 ext 2277 kayla.mansmann@nourison.com	Trade Vendor		\$743,599
8	Privilege International Inc	2323 E Firestone Blvd S Gate, CA 90280	Christine Alvarado Ph: 323-585-0777 credit@privilegeinc.com	Trade Vendor		\$684,953
9	Blue Ridge Home Fashions, Inc	15761 Tapia St Irwindale, CA 91706	Jenny Dam Ph: 626-960-6069 jenny.dam@blueridgehome.com	Trade Vendor		\$672,405
10	Sun N Sand Accessories	1813 109Th St Grand Prairie, TX 75050	Rish Mehra Ph: 972-641-3292 ext 206 rish@sunnsand.com	Trade Vendor		\$656,518
11	Jofran Inc	One Jofran Way Norfolk, MA 02056	Joff Roy Ph: 508-384-6019 joff@jofran.com	Trade Vendor		\$655,934
12	S.L. Home Fashions, Inc.	5601 Downey Rd Vernon, CA 90058-3719	Lupe Garcia Ph: 323-587-0800 ext 226 ggarcia@slohomefashions.com	Trade Vendor		\$644,527
13	SMS Assist, LLC	875 N Michigan Ave Suite 3000 Chicago, IL 60611	General Counsel Ph: 312-698-7000 AccountsReceivable@smsassist.com	Trade Vendor		\$593,042
14	AQ Textiles	7622 Royster Rd Greensboro, NC 27455	Katie Overstreet Ph: 336-298-4762 Koverstreet@aqtextilesusa.com	Trade Vendor		\$580,915
15	American Textile Company	10 North Linden St Duquesne, PA 15110	Scott Neil Ph: 412-948-1020 ext 263 sneil@americantextile.com	Trade Vendor		\$577,303
16	Lifetime Brands Inc	DEPT CH 17745 Palatine, IL 60055-7745	Christine Kriegl Ph: 609-373-1884 christine.kriegl@lifetimebrands.com	Trade Vendor		\$570,326
17	Poolmaster Inc	770 W Del Paso Rd Sacramento, CA 95834	Nancy Sloan Ph: 800-854-1776 ext 118 nsloan@poolmaster.com	Trade Vendor		\$570,031
18	Yankee Candle Co Inc.	P O Box 405037 Atlanta, GA 30384-5037	Dion Alison Ph: 800-792-6180 ext 7129839 alison.Dixon@newellco.com	Trade Vendor		\$558,596
19	YMF Carpet Inc	201B Middlesex Center Blvd Monroe Township, NJ 08831	Kelly Adessi Ph: 732-393-1800 ext 312 kaddessi@ymfinc.com	Trade Vendor		\$557,336
20	R.G. Barry Corporation	P O Box 677257 Dallas, TX 75267-7257	Nancy Davis Ph: 614-864-6400 Ndavis@rgbarry.com	Trade Vendor		\$542,585

Rank	Name of Creditor	Complete mailing address, and employee, agents, or department familiar with claim	Name, telephone number, and email address of creditor contact	Nature of claim (trade debt, bank loan, government contracts, etc.)	Indicate if claim is contingent, unliquidated, disputed, or subject to set off	Amount of claim (if secured, also state value of security) ⁽¹⁾
21	Loloi Rugs	P O Box 95344 Grapevine, TX 76099-9732	Alireza Soleimani Ph: 972-503-5656 ext 266 asoleimani@loloirugs.com	Trade Vendor		\$527,454
22	Peacock Alley	2050 Postal Way Dallas, TX 75212	Kristen Taylor Ph: 214-744-0499 ktaylor@peacockalley.com	Trade Vendor		\$524,852
23	CHD Home Textiles LLC	The Cit Group/Commercial P.O. Box 1036 Charlotte, NC 28201-1036	Priscila Larcia Ph: 212-293-3160 priscila@chdcreshtome.com	Trade Vendor		\$521,475
24	Benson Mills Inc	140- 58TH ST Bldg A Unit 7J Brooklyn, NY 11220	Gabe Levy Ph: 718-532-1401 gabe@bensonmills.com	Trade Vendor		\$520,250
25	Royale Linens, Inc	325 Duffy Ave Hicksville, NY 11801	Terri Collora Ph: 201-9973700 ext 1004 tcollora@royalelinenes.com	Trade Vendor		\$519,277
26	Creative Converting	P.O. Box 88149 B110149 Milwaukee, WI 53288-8149	Ann Knapp Ph: 800-826-0418 ext 5524 Ann.knapp@creativeconverting.com	Trade Vendor		\$519,145
27	Popular Bath Products	808 Georgia Ave Brooklyn, NY 11207	Valentin Mena Ph: 718-484-4469 ext 208 Valentin.Mena@popularbath.net	Trade Vendor		\$517,032
28	Hasbro	Cust# 1000460 P.O. Box 281480 Atlanta, GA 30384-1480	Samantha Ortiz Ph: 877-591-7098 Samantha.Ortiz@c.hasbro.com	Trade Vendor		\$510,065
29	Casual Cushion Corp	PO Box 603607 Charlotte, NC 28260-3607	Jason Siesel Ph: 803-329-2932 jason@casualcushion.com	Trade Vendor		\$508,865
30	Lenox Corporation	PO Box 781473 Phila, PA 19178-1473	Lisa McDonell Ph: 267-525-5537 lisa_janusz-mcdonnell@lenox.com	Trade Vendor		\$494,846
31	Sunset Vista Designs Inc	9850 6TH ST Bldg #1 Rancho Cucamonga, CA 91730	Connie Wong Ph: 909-527-8870 connie.wong@sunsetvistadesigns.com	Trade Vendor		\$485,718
32	Home Essentials And Beyond Inc	200 Theodore Conrad Dr Jersey City, NJ 07305	Louelda Santos Ph: 732-590-3600 lsantos@homeess.com	Trade Vendor		\$473,571
33	E & E Co Ltd A/R Dept	45875 Northport Loop East Fremont, CA 94538	Stacey Martinez Ph: 510-490-9788 stacey.martinez@jlahome.com	Trade Vendor		\$471,496
34	Best Brands Consumer Products Inc	20 West 33RD ST, 5TH Floor New York, NY 10001	Max Kay Ph: 646-432-4347 Maxk@Bestbrands.Com	Trade Vendor		\$449,405
35	Classic Concepts	PO Box 846936 Los Angeles, CA 90084-6936	Norma Flores Ph: 323-266-8993 norma.mondragon@classichome.com	Trade Vendor		\$448,913
36	Azzure Home Inc	141 W 36TH ST, Ste 901 New York, NY 10018	Tal Chalough Ph: 212-632-0300 tal.chalough@azzurehome.com	Trade Vendor		\$443,212
37	Aqua Leisure Industries	525 Bodwell ST EXT Avon, MA 02322	Nikki Varela Ph: 508-587-5400 ext 223 Nvarela@aqualeisure.com	Trade Vendor		\$436,123
38	Argento SC PET	1407 Broadway, Suite 2201 New York, NY 10018	Diana Iser Ph: 212-704-2006 Diana.iser@argentosc.com	Trade Vendor		\$405,153
39	W C Home Fashions LLC	20 Morris Lane Scarsdale, NY 10583-4402	Melissa Camacho Ph: 732-579-2220 mcamacho@bcphome.com	Trade Vendor		\$402,684
40	McGarrah Jessee	121 West Sixth Street Austin, TX 78701-2913	Rod Martin Ph: 361-537-9605 rod@mc-j.com	Trade Vendor		\$391,188

Fill in this information to identify the case:

Debtor name Tuesday Morning CorporationUnited States Bankruptcy Court for the: NORTHERN DISTRICT OF TEXAS

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

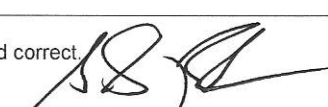
I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ *Amended Schedule*
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/27/20

x


Signature of individual signing on behalf of debtor

Steven R. Becker

Printed name

Chief Executive Officer

Position or relationship to debtor

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

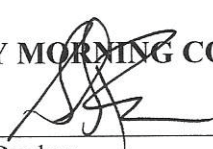
In re:	§	Chapter 11
	§	
Tuesday Morning Corporation,	§	Case No. 20-[●]
	§	
Debtor.	§	

**STATEMENT OF CORPORATE OWNERSHIP
OF TUESDAY MORNING CORPORATION**

Pursuant to Rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure, the undersigned authorized officer of Tuesday Morning Corporation certifies that the following corporate entities/individuals own more than 10% of the Debtor's equity interest.

Shareholder	Percentage of Total Shares
T. Rowe Price Associates, Inc. 100 E. Pratt Street Baltimore, MD 21202	7,580,608 shares as of 2/14/20

TUESDAY MORNING CORPORATION

By: 
Steven R. Becker
Its Chief Executive Officer